

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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IN RE JAKKS PACIFIC, INC. DERIVATIVE :  
ACTION : Case No. 04 Civ. 9441 (RJS)  
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**DECLARATION OF ROY L. JACOBS IN SUPPORT OF THE  
UNCONTESTED MOTION FOR FINAL  
APPROVAL OF DERIVATIVE SETTLEMENT**

Roy L. Jacobs, under pain and penalty of perjury under the laws of the United States, does hereby declare and state this 12th day of October, 2010:

1. I am the principal of Roy Jacobs & Associates, one of the counsel for Freeport Partners, LLC and David Oppenheim, plaintiffs in the consolidated derivative actions (collectively, "Plaintiffs").

2. I make this Declaration in support of Plaintiffs' Uncontested Motion for Final Approval of the Settlement of this consolidated action (the "Settlement"), as set forth in the Stipulation and Agreement of Settlement dated as of November 16, 2009.

3. As set forth in the Memorandum of Law in Support of the Uncontested Motion, one of Plaintiffs' primary goals was to ensure that the innocent shareholders of JAKKS Pacific, Inc. ("JAKKS" or the "Company") would not be forced to pay for any alleged wrongdoing of individual officers and directors made defendants in the companion class action, *In re Jakks Pacific Inc., Shareholders Class Action Litig.*, 04-cv-8807 (RJS) (the "Securities Class Action"). That goal has been accomplished, in that, pursuant to the Settlement Defendants shall cause their directors and officers liability insurance carrier to pay JAKKS, on behalf of individual Defendants, the sum of \$4,090,000, which amount JAKKS shall cause to be applied to settle the

Securities Class Action and related expenses in the Action. Thus, the settlement will not be paid out of the corporate treasury.

4. Annexed hereto as Exhibits A, B and C are the firm biographies of Paskowitz Law Firm, P.C., Roy Jacobs & Associates and the Weiser Law Firm, P.C., respectively.

5. In compliance with the Court's Preliminary Order of June 29, 2010, the Company disseminated the full Notice to Current Shareholders as an attachment to a Current Report on Form 8-K, on August 26, 2010. In addition, JAKKS published the summary Notice in the Investor's Business Daily on August 27, 2010, as reflected in Exhibit D, annexed hereto. The full Notice was also published on the Company's website on August 27, 2010. I thereafter reviewed the Company's website from time to time, and I determined that the Notice was still published thereon. The most recent date I checked to ensure the notice was on the JAKKS website was October 12, 2010.

6. My firm and the Paskowitz Law Firm, P.C. have received no objections to the Settlement. In addition, I recently checked the Court's docket and determined that none was filed.

/s/ Roy L. Jacobs  
Roy L. Jacobs

**CERTIFICATE OF SERVICE**

I, Roy L. Jacobs, one of plaintiffs' counsel in this action, hereby certify that the foregoing document was served upon all subscribers to this matter via the ECF electronic notification system on October 12, 2010.

/s/ Roy L. Jacobs

Roy L. Jacobs